

Form 210A (10/06)

**United States Bankruptcy Court
Southern District Of New York**

In re Lehman Brothers Holdings Inc., et al.,

Case No. 08-13555 (JMP)
(Jointly Administered)

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Name of Transferee

Deutsche Bank AG, London Branch

Name of Transferor

Ashton Investments LLC

Name and Address where notices to transferee should be sent:

Deutsche Bank AG, London Branch
c/o Deutsche Bank Securities Inc.
60 Wall Street, 3rd Floor
New York, NY 10005
Attention: Matt Weinstein
Phone: 212-250-5760
Fax: 212-797-8770

Court Claim # (if known): 29060

Amount of Claim: \$32,257,366.00

Date Claim Filed: September 18, 2009

Last Four Digits of Acct #: N/A

Last Four Digits of Acct. #: N/A

Name and Address where transferee payments should be sent (if different from above):

Same as above.

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: James F. Lee
Transferee/Transferee's Agent

Date: December 28, 2012

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: United States Bankruptcy Court for the
Southern District of New York ("Bankruptcy Court")
Attn: Clerk

AND TO: Lehman Brothers Holding Inc. ("Debtor")
Case No. Chapter 11 Case No. 08-13555 (JMP) (Jointly Administered)

Claim #: 29060

ASHTON INVESTMENTS LLC its successors and assigns ("Seller"), hereby affirms that, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Seller has unconditionally and irrevocably sold, transferred and assigned unto:

DEUTSCHE BANK AG, LONDON BRANCH
c/o Deutsche Bank Securities Inc.
60 Wall Street, 3rd Floor
New York, NY 10005
Attn: Matthew Weinstein
Phone: 212-250-5760

its successors and assigns ("Buyer"), all rights, title and interest in and to the claim of Seller, including all rights of stoppage in transit, replevin and reclamation, in that portion of its interest in claim number 29060 that was allowed in the amount of \$32,257,366.00 pursuant to that certain Order, dated December 7, 2011, Granting Settlement Agreements with (i) Elliott Associates, L.P. and Alston Investments LLC and (ii) Elliott International, L.P. and Ashton Investments LLC (Docket No. 23053) ("Claim") against the Debtor in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges and understands, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

You are hereby directed to make all future payments and distributions, and to give all notices and other communications, in respect of the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned has duly executed this Evidence of Transfer of Claim by its duly authorized representative dated December 28, 2012.

ASHTON INVESTMENTS LLC

By: _____
Name: ELLIOT GREENBERG
Title: VICE PRESIDENT

DEUTSCHE BANK AG, LONDON BRANCH

By: 

Jamie Foote
Vice President

Name:
Title:
By 